

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
PEERLESS INSURANCE COMPANY,

Plaintiff,

- against -

HERMITAGE INSURANCE COMPANY,

Defendant.  
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: 08 CV 01693 (SCR)  
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**STIPULATION AND ORDER FOR  
SUBSTITUTION OF  
ATTORNEY OF RECORD  
PURSUANT TO LOCAL  
CIVIL RULE 1.4**

The undersigned counsel of record for and the proposed substituted counsel of record for Plaintiff Peerless Insurance Company stipulate and agree and declare, under the penalties of perjury in accordance with 28 U.S.C. § 1746, and in accordance with Local Civil Rule 1.4, as follows:

1. Brownwood & Cannon ("B&C") (formerly known as Brownwood Chazen & Cannon) has served as counsel for Plaintiff in this action since the commencement of this action in the Superior Court of California and at all times through the removal of this action to the United States District Court for the Western District of California and the transfer of this action to the United States District Court for the Southern District of New York.

2. Plaintiff has informed B&C that, on account of the transfer of this action from the Western District of California to the Southern District of New York, Plaintiff wishes B&C to discontinue their representation of Plaintiff and withdraw as counsel of record for Plaintiff herein and that the firm of Twomey, Hoppe & Gallanty LLP ("THG")

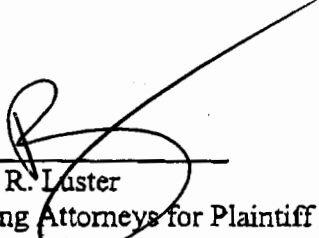
be substituted as counsel of record for Plaintiff. THG represents to the Court that Michael E. Twomey of THG is a member of the Bar of this Court and simultaneously herewith is filing an appearance as counsel on behalf of Plaintiff in this action.

3. The posture of this case is that the case has been transferred to this Court from the United States District Court for the Western District of California.

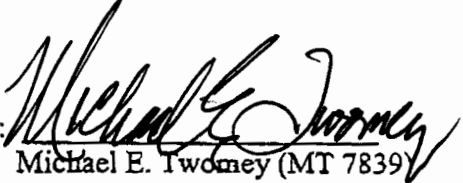
4. The undersigned respectfully request that, pursuant to Local Civil Rule 1.4 of the United States District Court for the Southern District of New York, that an order be entered allowing the withdrawal of B&C firm as counsel of record for Plaintiff, and the substitution of THG as counsel of record for Plaintiff.

Dated: New York, New York  
April 30, 2008

Brownwood & Cannon

By:   
Robert R. Luster  
Withdrawing Attorneys for Plaintiff  
525 B Street, Suite 1300  
San Diego, California 92101  
(619) 744-6800

Twomey, Hoppe & Gallanty LLP

By:   
Michael E. Twomey (MT 7839)  
Substituted Attorneys for Plaintiff  
757 Third Avenue, 7<sup>th</sup> Floor  
New York, New York 10017  
(212) 688-0400

**SO ORDERED:**

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Hon. Stephen C. Robinson  
United States District Judge